

**UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF WISCONSIN**

---

**PHYLLIS JOHNSON, *et al.*,**

**On behalf of themselves and on behalf of  
all others similarly situated,**

**Case No. 3:10-cv-00426-wmc**

**Plaintiffs,**

**v.**

**MERITER HEALTH SERVICES  
EMPLOYEE RETIREMENT PLAN, and  
MERITER HEALTH SERVICES, INC.,**

**Defendants.**

---

**MOTION FOR PRELIMINARY APPROVAL OF CLASS ACTION SETTLEMENT**

As noted in their joint filing of July 23, 2014 (Doc. 452), the parties have reached an agreement after four years of hard-fought litigation under which all of Plaintiffs' claims will be dismissed and comprehensive releases of liability provided, in exchange for a Total Settlement Amount of \$82 million in gross consideration to the approximately 6,000 members of Classes A through J. Accordingly, Plaintiffs Phyllis Johnson, *et al.*, on behalf of themselves and on behalf of all others similarly situated, hereby respectfully move the Court for an order:

- (1) Granting preliminary approval of the Class Action Settlement Agreement (the "Agreement") attached hereto as Exhibit A;
- (2) Granting approval of the proposed notice to be mailed and the proposed notice for publication to the Classes (attached to the Agreement as Exhibits 2 and 3), in terms of both their content and their manner of dissemination;

(3) Approving modifications to the definitions of Classes G and J to conform to the parties' Agreement and, in the case of Class G, to avoid the inadvertent exclusion of some annuitants from the settlement and, in the case of Class J, to exclude any Meriter employees who were not yet Plan participants by July 22, 2014 (the date the parties reached an agreement in principle) and those who terminated non-vested on or before that date; and

(4) Setting a date for a fairness hearing and deadlines for the interim steps of mailing and publication of the notices, the filing of Class member objections, Plaintiffs' motion for final approval, and Class Counsel's application for attorney's fees and expenses and named plaintiff incentive awards.

A proposed Preliminary Approval Order is attached to the Agreement as Exhibit 1.

Defendants Meriter Health Services Employee Retirement Plan and Meriter Health Services, Inc. have authorized Plaintiffs to represent that Defendants concur in the relief sought by this motion. *See* Declaration of Eli Gottesdiener ¶ 2.

Dated: September 15, 2014

By: /s/ Eli Gottesdiener

Eli Gottesdiener  
Steven D. Cohen  
Matthew C. Norgard  
Albert Huang  
Gottesdiener Law Firm, PLLC  
498 7th Street  
Brooklyn, NY 11215  
(718) 788-1500  
(718) 788-1650 (fax)  
eli@gottesdienerlaw.com

*Attorneys for Plaintiffs and Classes A-J*